

Resolution With Respect To Issuance Of Michigan State Hospital Finance Authority Revenue And Refunding Bonds (Trinity Health Credit Group), Series 2008, And Indiana Finance Authority Revenue And Refunding Bonds (Trinity Health Credit Group), Series 2008 (Franklin County Board of Commissioners)

WHEREAS, each of the Michigan State Hospital Finance Authority and the Indiana Finance Authority (together, the "Issuers") proposes to issue Revenue and Refunding Bonds (Trinity Health Credit Group), Series 2008 (collectively, the "Bonds") in an aggregate amount presently anticipated not to exceed \$420,000,000 as part of a plan of finance in order to (1) finance the acquisition, construction, renovation, installation and equipping of certain hospital facilities located at 500 South Cleveland Avenue, Westerville, Ohio, 480 South Cleveland Avenue, Westerville, Ohio, 495 Cooper Road, Westerville, Ohio, 6001 East Broad Street, Columbus, Ohio, 5969 East Broad Street, Columbus, Ohio, and 793 West State Street, Columbus, Ohio, including the reimbursement for expenditures previously made in connection with the acquisition, construction, installation and equipping of such hospital facilities, (2) refund all or a portion of the County of Franklin, Ohio, Variable Rate Revenue Bonds (Trinity Health Credit Group) Series 2005B (the "Series 2005B Bonds"), County of Franklin, Ohio, Variable Rate Revenue Bonds (Trinity Health Credit Group) Series 2004C-1 and 2004C-2 (the "Series 2004C Bonds"), and the County of Franklin, Ohio, Variable Rate Revenue Bonds (Trinity Health Credit Group) Series 2003C-1 and 2003 C-2 (the "Series 2003C Bonds" and, together with the Series 2005B Bonds and the Series 2004C Bonds, the "Prior Bonds"), and (3) pay certain costs and expenses incurred with respect to the issuance of such revenue bonds; and

WHEREAS, Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), requires that prior to their issuance, the Bonds must be approved by the "applicable elected representative" of the Issuer (as defined in such Section 147(f) of the Code); and

WHEREAS, this Board of County Commissioners is the applicable elected representative of the Issuer; and

WHEREAS, on October 7, 2008, a public hearing was held by the Board of County Commissioners with respect to the issuance of the Bonds;

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BE IT RESOLVED BY THE FRANKLIN COUNTY COMMISSIONERS:

1. That this Board, as the "applicable elected representative" of the County of Franklin, Ohio for purposes of Section 147(f) of the Code, hereby approves the issuance of the Bonds in the currently estimated amount of \$420,000,000. The proceeds of the Bonds will be used, in part, to (1) finance the acquisition, construction, renovation, installation and equipping of certain hospital facilities consisting of additions and improvements to, and equipment for hospitals or other healthcare facilities owned and operated by Trinity Health Corporation or related healthcare corporations at the following locations: 500 South Cleveland Avenue, Westerville, Ohio, 480 South Cleveland Avenue, Westerville, Ohio, 495 Cooper Road, Westerville, Ohio, 6001 East Broad Street, Columbus, Ohio, 5969 East Broad Street, Columbus, Ohio, and 793 West State Street, Columbus, Ohio, including the reimbursement for expenditures previously made in connection with the acquisition, construction, installation and equipping of such hospital facilities, (2) refund the Series 2005B Bonds, the proceeds of which were used to finance the costs of acquisition, construction, furnishing and equipping of certain health care facilities owned and operated by Trinity Health or related health care corporations owned and operated by Mount Carmel Health at the following locations: (A) facilities owned and operated by Mount Carmel Health consisting of: (i) Mount Carmel East Hospital, 6001 East Broad Street, Columbus, Ohio ("Mount Carmel East"); (ii) Mount Carmel West Hospital, 777 and 793 West State Street, Columbus, Ohio ("Mount Carmel West"); (iii) Mount Carmel Wellness Center, 55 North High Street, New Albany, Ohio; (iv) Mount Carmel Health System, 5955 East Broad Street, Columbus, Ohio; and (v) The Learning and Education Center, 127 South Davis Street, Columbus, Ohio; and (B) facilities owned and operated by St. Ann's Hospital of Columbus, Inc. consisting of Mount Carmel St. Ann's Hospital, 500 South Cleveland Avenue, Westerville, Ohio (St. Ann's); (3) refund the Series 2004C Bonds, proceeds of which were used to finance the costs of acquisition, construction, furnishing and equipping of certain health facilities

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owned and operated by Trinity Health or related health care corporations at the following locations: (A) facilities owned and operated by Mount Carmel Health consisting of: (i) Mount Carmel East; (ii) Mount Carmel West; (iii) 5955 East Broad Street, Columbus, Ohio; and (B) facilities owned and operated by St. Ann's Hospital of Columbus, Inc. consisting of Mount Carmel St. Ann's Hospital, 500 South Cleveland Avenue, Westerville, Ohio; and (4) refund the Series 2003 C Bonds, the proceeds of which were used to finance the costs of acquisition, construction, furnishing and equipping of certain health facilities owned and operated by Trinity Health or related health care corporations at the following locations: (A) facilities owned and operated by Mount Carmel Health consisting of : (i) Mount Carmel East; (ii) Mount Carmel West; and (3) 5955 East Broad Street, Columbus, Ohio; and (B) facilities owned and operated by St. Ann's Hospital of Columbus, Inc. consisting of (i) Mount Carmel St. Ann's Hospital, 500 South Cleveland Avenue, Westerville, Ohio; and (ii) Mount Carmel St. Ann's Hospital, 495 Cooper Road, Westerville, Ohio.

2. That this resolution does not constitute a finding of the Board as to the compliance or noncompliance by the County Hospital Commission of Franklin County with any legal requirements imposed upon it in connection with the issuance of the Bonds.
3. That the officers of the County, acting individually, are hereby authorized and directed to execute and attest such further documents, instruments, and certificates as may be deemed necessary or advisable to accomplish the purposes of this Resolution, including the refunding of the Prior Bonds.
4. That it is found and determined that all formal actions of this Board concerning and relating to the passage of this resolution were passed in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance

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with the law, including Section 121.22 of the Ohio Revised Code, and the rules of this Board in accordance therewith.

Prepared by:

cc:

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